game of play with a cart-horse, and expecting every moment to be trampled under its feet, ran round the thistle again; then the puppy began a series of short charges at the stick, running a very little way forwards each time and a long way back, and barking hoarsely all the while, till at last it sat down a good way off, panting, with its tongue hanging out of its mouth, and its great eyes half shut.

This seemed to Alice a good opportunity for making her escape; so she set off at once, and ran till she was quite tired and out of breath, and till the puppy's bark sounded quite faint in the distance.

"And yet what a dear little puppy it was!" said Alice, as she leant against a buttercup to rest herself, and fanned herself with one of the leaves. "I should have liked teaching it tricks very much, if—if I'd only been the right size to do it! Oh, dear! I'd nearly forgotten that I've got to grow up again! Let me see—how *is* it to be managed? I suppose I ought to eat or drink something or other; but the great question is, what?"

The great question certainly was, what?

Alice looked all round her at the flowers and the blades of grass, but she could not see anything that looked like the right thing to eat or drink under the circumstances. There was a large mushroom growing near her, about the same height as herself; and, when she had looked under it, and on both sides of it, and behind it, it occurred to her that she might as well look and see what was on the top of it.

She stretched herself up on tiptoe, and peeped over the edge of the mushroom, and her eyes immediately met those of a large blue caterpillar, that was sitting on the top with its arms folded, quietly smoking a long hookah, and taking not the smallest notice of her or of anything else.

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